

**MINUTES OF MEETING  
BOARD OF DIRECTORS  
REGULAR MEETING  
THE WOODLANDS TOWNSHIP  
JANUARY 27, 2010**

**THE STATE OF TEXAS   §  
COUNTIES OF HARRIS & MONTGOMERY   §**

The Board of Directors of The Woodlands Township met in regular session, open to the public, on January 27, 2010, posted to begin at 9:00 a.m. The meeting was held in the Meeting Room at the Township's Office, 10001 Woodloch Forest Dr., Suite 600, The Woodlands, Texas, within the boundaries of the Township. The roll was called of the duly elected and appointed members of the Board of Directors, to wit:

Nelda Luce Blair	Chairman
Lloyd W. Matthews	Vice-Chairman
Bruce Tough	Vice-Chairman
Vicki D. Richmond	Treasurer/Assistant Secretary
Alex Sutton III	Secretary
Thomas Campbell	Director
Kemba DeGroot	Director
Peggy S. Hausman	Director
Claude Hunter	Director
Robert C. Kinnear	Director
Edmund W. Robb III	Director

with all of said persons being present, thus constituting a quorum. Also present for conducting business and assisting Board members were Don Norrell, Monique Sharp,

Anjanette Sauers, Steve Sumner, John Powers, Nick Wolda, Mike Page, Renee Williford, Kim Cogburn, Taunya Jacques, and Judy Faulkner.

Chairman Blair then called the meeting to order at 9:00 a.m. She announced that a quorum was present and that sufficient notice of this meeting had been duly posted as required by law. Chairman Blair then requested a motion to adopt the regular and supplemental agendas. Director Hunter moved to adopt the agendas. The motion was seconded by Secretary Sutton. Director Campbell asked to amend the motion by switching item #21 before item #19. The amendment to the motion was accepted and passed unanimously.

Chairman Blair then welcomed everyone in attendance to the first official meeting of the united entities representing one governmental body. The Chair publicly thanked the many individuals who played a role in a successful transition.

Next, Chairman Blair recognized public officials attending the meeting. There were none present.

Chairman Blair then called on names from the Public Comment Roster. The following individuals addressed the Board:

- Tony Motto-Outdoor
- John Nanninga-Water Taxis and Elections
- Anthony Fasone-Montgomery County Sheriff's Office Promotion

A copy of the Public Comment Roster and handout material are attached hereto as Exhibit "A".

Item #5 was temporarily postponed.

Chairman Blair then asked the Board to receive and consider a report from Sheriff Tommy Gage of the Montgomery County Sheriff's Office. Steve Sumner, Law Enforcement & Transportation Services Director for The Woodlands Township, was called on to introduce Chief Randy McDaniel of the Montgomery County Sheriff's Office. Chief McDaniel informed the Board that Sheriff Gage had a prior commitment and was unable to attend today's meeting. With that being said, The Chief then made a few opening remarks and then introduced Andy Eason, the new Captain for The Woodlands Township District #6 Division. Captain Eason gave a PowerPoint presentation and provided an overview of District #6 operations. Following Chief Eason's presentation, Board members were given an opportunity to ask questions. At the end of discussion, the Chair thanked Chief Eason for his time and leadership. Chairman Blair also remarked that the Township looked forward to a great partnership with the Montgomery County Sheriff's Office. Chief Eason's PowerPoint presentation will be available online.

The Board then postponed the regular meeting in order to make a special presentation recognizing the contributions of Cynthia Woods Mitchell and approving a proclamation declaring April 29, 2010 as "*Cynthia Woods Mitchell Day*". Chairman Blair welcomed honored guest, George P. Mitchell, the founder of The Woodlands, Texas. Also recognized were Jerry MacDonald, President and CEO of The Cynthia Woods Mitchell Pavilion and members of the Board. Next, the Chair read the proclamation and



then presented it to Mr. Mitchell. A commemorative photo was taken and then Mr. Mitchell gave a few brief remarks.

Chairman Blair then returned to item #7 on the regular agenda and asked the Board to receive and consider reports from Village Association representatives. The Chair called on Steve Leakey, Alden Bridge Village Association representative, to make a few introductory comments and then to lead the presentations. Mr. Leakey distributed a two page handout to Board members containing information about the Board Interface Project. Additionally, Mr. Leakey commented that currently there was no specific structure or format for the Village Association reports and that not all villages would necessarily be represented at each Board meeting of The Woodland Township. The following representatives then gave a report:

- **Steve Leakey-Alden Bridge Village Association** reported on its annual Spring Festival to be held on April 3, 2010 at Lakeside Park; received a \$1,000 contribution to its scholarship program; key issues from residents included law enforcement, debt refinancing progress, and maintenance of village entrances
- **Ron Kostelny-Indian Springs Village Association** reported that work is being done to update the by-laws; favorable variance of \$2,700; contributed \$750 to Galatas Elementary School
- **Nancy Decker Lent-Creeside Park Village Association** reported that Steve Sumner gave a presentation on law enforcement; first election for Board of Directors; web site is up; key issues from residents include Fire Station, development updates from developer, and law enforcement; successful Chili Cook-Off and Winter Festival held December 6, 2009 with a snow hill for children
- **Phillip Givens-Sterling Ridge Village Association** reported on public safety issues with the Park N Ride, a teen club, and traffic concern with Wal-Mart using Woodlands Parkway; Board currently reviewing service agreement; presentation from Joel Deretchin about Woodlands development was well received by residents; update on Village and RDRC elections

- **Bruce Cunningham-Grogan's Mill Village Association** reported that the Farmers' Market will open from April-June every Saturday from 8 a.m.-12 p.m.; update on Village Association elections, grand opening of new dog park to be held soon at Tamarac Park
- **Claude Hunter-Cochran's Crossing Village Association** mentioned that approximately 30 teachers received scholarship awards; presentations made by Steve Sumner and Sheriff's deputies; concern about village agreement and need for a better understanding of it; discussed Water Taxis

Following the reports, Chairman Blair thanked the village representatives for their leadership roles and updates. Copies of Mr. Leakey's handouts and the Village Association Representatives' Sign-In Sheet are attached hereto collectively as Exhibit "B".

Next, Chairman Blair asked the Board to consider and act upon approval of the minutes of the December 16, 2009 special meeting of the Board of Directors for The Woodlands Township. As there were no corrections, Director Campbell moved to approve the minutes as written. The motion was seconded by Director Hunter and passed unanimously. A copy of the minutes of the December 16, 2009 special meeting is attached hereto as Exhibit "C".

The Chair then returned to item #5 and asked for a motion and second to approve the proclamation that was presented earlier. Vice-Chairman Matthews next moved to approve the proclamation declaring April 29, 2010 as "*Cynthia Woods Mitchell Day*". Secretary Sutton seconded the motion and it passed unanimously. A copy of the proclamation is attached hereto as Exhibit "D".

Chairman Blair next asked the Board to receive and consider the Hotel Occupancy Tax Agreed Upon Procedures and Compliance Report for 2008. The Chair called on Monique Sharp, Assistant General Manager of Finance & Administration for The Woodlands Township, to present this item. Ms. Sharp provided background information on this item to the Board. Following Ms. Sharp's presentation, Chairman Blair called for a motion and second to approve the report. Vice-Chairman Matthews then moved to accept the recommendation from the Audit Committee to approve the Hotel Occupancy Tax Agreed Upon Procedures and Compliance Report for 2008. Director Robb seconded the motion. The Chair then called for discussion. Next, a vote was taken and the motion passed unanimously. A copy of the Executive Summary is attached hereto as Exhibit "E".

Due to the length of the agenda, the Chair informed the Board that beginning with the next agenda item a motion and second would be taken first. Then, if there was a need for clarification this would be provided.

The Board was then asked to receive and consider the Convention Center Booking and Blocking Compliance Report for fiscal year 2008. Vice-Chairman Matthews moved to accept the recommendation from the Audit Committee to accept the Convention Center Booking and Blocking Compliance Report for fiscal year 2008. Director Robb seconded the motion. There was no discussion. Following a vote, the



motion passed unanimously. A copy of the Executive Summary is attached hereto as Exhibit "F".

Next, the Board was asked to consider and act upon ratifying the Investment Committee's action regarding the placement and renewal of Certificate of Deposits with Encore Bank. Treasurer Richmond moved to ratify the Investment Committee's recommendation to place a 12 month \$3 million Certificate of Deposit with Encore Bank. Director Hunter seconded the motion. Discussion followed and then the Board voted on the motion. The motion passed unanimously. A copy of the Executive Summary is attached hereto as Exhibit "G".

Board members were then asked to receive and consider a presentation of key issues for The Woodlands Township Board of Directors for the 2010 calendar year. Don Norrell, President for The Woodlands Township, gave a PowerPoint presentation and reviewed several key issues some of which included:

- May 2010 Board Elections
- Over 65 Property Tax Exemption
- General Obligation Bond Issuance
- Decision on Water Taxi Operation
- Fire Station #7 and #8 Bid and Construction Calendar
- Implementation of Woodlands Law Enforcement District in 2010/District #6

No action was needed on this item. Mr. Norrell's PowerPoint presentation, in its entirety, is attached hereto as Exhibit "H".

Next, the Board was asked to receive and consider a presentation regarding the proposed 2010 bond issuance matters. Monique Sharp provided a brief update on this item and Drew Masterson, Managing Director of FirstSouthwest, was available to answer questions from the Board. Two handouts were distributed to Board members for their review. As this item was for information sharing only, no action was needed. Copies of the handouts are attached hereto collectively as Exhibit "I".

The Board was then asked to consider and act upon a recommendation from the Executive Committee regarding a budget amendment in connection with capital project carry over from the Community Associations of The Woodlands. Chairman Blair informed the Board that the projects being considered for carry over were all planned for but not completed by the end of 2009. Director Hunter then moved to approve the Executive Committee's recommendation for an amendment to the 2010 capital budget totaling \$1,196,079. Director Campbell seconded the motion. Discussion followed. After a vote, the motion passed unanimously. A copy of the Executive Summary is attached hereto as Exhibit "J".

Next, the Board was asked to consider and act upon a recommendation from the Executive Committee regarding award of bid for doors to the community pools of The Woodlands Township. The Chair gave a brief overview of the item and then Director Hunter moved to approve the recommendation from the Executive Committee to award the bid to Montgomery Door and Hardware in the amount of \$112,760 for the



replacement of 34 doors and related hardware to be installed at the swimming pools at Bear Branch Park, Cranebrook Park, Falconwing Park, Forestgate Park, Ridgewood Park, Sawmill Park, Shadowbend Park, and Windvale Park. Secretary Sutton seconded the motion. Discussion followed with John Powers, Assistant General Manager of Community Services for The Woodlands Township, available to answer questions. Following discussion a vote was taken. The motion passed unanimously. A copy of the Executive Summary is attached hereto as Exhibit "K".

The Chair then asked the Board to consider and act upon a recommendation from the Project Planning and Development Committee to approve the 2010 Parks and Recreation capital projects and establish a process that authorizes the President to approve progress payments and draws and reimbursements in connection therewith. Chairman Blair referred the Board to the Executive Summary for review. Vice-Chairman Matthews then moved to approve the recommendation from the Project Planning and Development Committee regarding the 2010 Parks and Recreation capital projects schedules and budgets as submitted, and authorize the President to approve all invoices, progress payments and draws and reimbursements, provided the amounts are within the approved budgets and the projects are within their scope as presented, and provided that a review by legal counsel finds no conflict with purchasing and procurement codes relative to the Township. Any material deviation from the approved budget or scope shall require approval by the Board of Directors. The motion was

seconded by Director Hunter. The floor was then opened for discussion. Following discussion a vote was taken. The motion passed with Directors Blair, Campbell, DeGroot, Hunter, Kinnear, Matthews, Richmond, Robb, Sutton, and Tough voting "yes" and Director Hausman voting "no". Copies of the Executive Summary and supporting information are attached collectively hereto as Exhibit "L".

Next, the Board was asked to consider and act upon the 2010 operating schedule of the community pools for The Woodlands Township. Director Hunter then moved to adopt the 2010 pool schedule as presented. Director Campbell seconded the motion. Discussion followed and then a vote was taken. The motion passed unanimously. A copy of the Executive Summary is attached hereto as Exhibit "M".

The Board then was asked to consider and act upon approval of a policy to administer exclusive sponsorships for Parks and Recreation Department events. Chairman Blair referred the Board to the Executive Summary and clarified that the events were not Convention & Visitor Bureau events. Secretary Sutton then moved to approve the naming rights and exclusivity sponsorship policy as presented. Director Kinnear seconded the motion. Discussion followed with John Powers available to answer questions. Following discussion a vote was taken and the motion passed unanimously. A copy of the Executive Summary is attached hereto as Exhibit "N".

Next, the Board was asked to consider and act upon a recommendation from the Water Taxi Ad Hoc Committee regarding operation of the Water Taxis. The Chair called

on Barry Goodman with The Goodman Corporation to present this item. Mr. Goodman presented background information on this item and an overview of a proposal to transition the existing operation of the water taxis. Following Mr. Goodman's presentation, Chairman Blair called for a motion and second on this item. The Chair also informed the Board that the Ad Hoc Committee had a split vote of 2-1 in favor of the recommendation. Director Hunter then moved to table this item until after the Town Hall meeting scheduled for this evening. Director Campbell asked that the motion be amended to separate the trolleys and water taxis and postpone this item until June 2010 when a fully elected Board is seated. Chairman Blair noted that the motion did not involve the trolleys. The Chair then asked Director Hunter to restate his motion. Director Hunter moved to table the item until after the Town Hall meeting this evening. Director Hausman seconded the motion. Discussion followed and then a vote was taken. The motion failed with Directors Campbell, Hausman, and Hunter voting "yes" and Directors Blair, DeGroot, Kinnear, Matthews, Richmond, Robb, and Tough voting "no". Director Sutton abstained.

Continuing with item #21, the Chair then asked for a motion as stated in the Executive Summary. Director DeGroot moved to accept and approve the recommendation from the Water Taxi Ad Hoc Committee to operate the Water Taxi system through a grant/operating agreement with Brazos Transit in accordance with a memorandum from The Goodman Corporation and direct the Water Taxi Ad Hoc



Committee to work with The Goodman Corporation to develop the final agreements for consideration by The Woodlands Township Board of Directors. Vice-Chairman Matthews seconded the motion. The floor was then opened for discussion. After a lengthy period of discussion, the Chair called for a vote. The motion passed with Directors Blair, DeGroot, Kinnear, Matthews, Richmond, Robb, and Tough voting "yes" and Directors Campbell, Hausman, and Hunter voting "no". Director Sutton abstained. Copies of the Executive Summary and memorandum from The Goodman Corporation are attached hereto collectively as Exhibit "O".

The Board then returned to item #19 on the regular agenda. The Chair called on Vice-Chairman Matthews to conduct the meeting at this point. Members of the Board were next asked to consider and act upon a recommendation from the Executive Committee regarding a contract with The Goodman Corporation for transportation consulting services for the 2010 calendar year. Steve Sumner was called on to present this item. Following Mr. Sumner's presentation, Secretary Sutton moved to approve the recommendation from the Executive Committee regarding a contract with The Goodman Corporation for transportation consulting services for 2010, not-to-exceed \$100,000, and to authorize the President/General Manager to execute the contract. The motion was seconded by Director Kinnear. Director Hunter then offered a friendly amendment which would allow the Chair to split the item in order to discuss costs for the trolleys and water taxis. Secretary Sutton did not accept the amendment.

Discussion followed and then a vote was taken. The motion passed with Directors Blair, DeGroot, Hunter, Kinnear, Matthews, Richmond, Robb, Sutton, and Tough voting "yes" and Directors Campbell and Hausman voting "no". A copy of the Executive Summary is attached hereto as Exhibit "P".

**Note: Chairman Blair and Director Robb left the meeting at this point.**

Next, the Board was asked to consider and act upon appointments to The Woodlands Law Enforcement Advisory Council. Steve Sumner provided background information on this item. Following Mr. Sumner's remarks, Director Hunter moved to authorize the Chairman of the Board of Directors to make appointments to The Woodlands Law Enforcement Advisory Council. Secretary Sutton seconded the motion. Discussion followed and then a vote was taken. The motion passed unanimously. A copy of the Executive Summary is attached hereto as Exhibit "Q".

Board members were then asked to consider and act upon amending the title of President to President/General Manager. Don Norrell briefly discussed this item and then Director Campbell moved to approve the recommendation amending the title of President to President/General Manager. Treasurer Richmond seconded the motion. Discussion followed and then the Board voted. The motion passed unanimously. A copy of the Executive Summary is attached hereto as Exhibit "R".

Items #23, #24, #25, and #26, dealing with the May 2010 General Election, were then presented by Mike Page, legal counsel for The Woodlands Township. Following

Mr. Page's review of these items, Vice-Chairman Matthews called for a motion and second on each item separately. The items and actions were:

**Item #23**-Director Hunter moved to approve and authorize the President of the Township to execute a Joint Election Agreement with Montgomery County, Texas. Secretary Sutton seconded the motion. Discussion followed and then a vote was taken. The motion passed unanimously. A copy of the Executive Summary is attached hereto as Exhibit "S".

**Item #24**-Director Kinnear moved to approve and authorize the President of the Township to execute an Election Services Agreement with Montgomery County, Texas. Director Hunter seconded the motion. Discussion followed and then a vote was taken. The motion passed unanimously. A copy of the Executive Summary is attached hereto as Exhibit "T".

**Item #25**-Director Hunter moved to approve and authorize the President of the Township to execute an agreement with Election Systems & Software, Inc. for the rental of electronic voting systems. Director Kinnear seconded the motion. Discussion followed and then a vote was taken. The motion passed with Directors DeGroot, Hausman, Hunter, Kinnear, Matthews, Richmond, Sutton, and Tough voting "yes" and Director Campbell voting "no". A copy of the Executive Summary is attached hereto as Exhibit "U".



**Item #26**-Director Kinnear moved to authorize submission by the Township's President and attorneys to the United States Department of Justice of an election pre-clearance request if necessary. Director DeGroot seconded the motion. Discussion followed and then a vote was taken. The motion passed unanimously. A copy of the Executive Summary is attached hereto as Exhibit "V".

Next, the Board was asked to consider and act upon a recommendation from the Executive Committee regarding numbering of positions for the May election. Vice-Chairman Matthews called on Mike Page to comment on this item. Mr. Page referred the Board to the Executive Summary for review. Director Hunter then moved to approve the recommendation from the Executive Committee to designate four positions for the upcoming election designated as 1, 2, 3, and 4, since these are the first four positions that will be presented to the voters for election. Secretary Sutton seconded the motion. Discussion followed and then a vote was taken. The motion passed unanimously. A copy of the Executive Summary is attached hereto as Exhibit "W".

The Board was then asked to consider and act upon approval of an amendment to the agreement with The Strong Firm for transition services related to the transfer and recording of real property and contract assignments, and other transition matters. Vice-Chairman Matthews called on Monique Sharp to present this item. Ms. Sharp provided background information and addressed questions from the Board. Following Ms. Sharp's presentation, Director Hunter moved to approve the recommendation from the

Executive Committee to amend the agreement with The Strong Firm for legal services rendered in connection with the transition. Director DeGroot seconded the motion. There was no additional discussion on this item. A vote was then taken and the motion passed with Directors Campbell, DeGroot, Hunter, Kinnear, Matthews, Richmond, Sutton, and Tough voting "yes" and Director Hausman voting "no". A copy of the Executive Summary is attached hereto as Exhibit "X".

Next, the Board was asked to receive and consider a quarterly update from The Woodlands Convention and Visitors Bureau (CVB). Nick Wolda, President of The Woodlands CVB, gave a PowerPoint presentation which will be available online. No action was needed on this item. A copy of the Executive Summary is attached hereto as Exhibit "Y".

The Board then was asked to consider and act upon a request from Director Hausman to post the Board of Directors voting results for each meeting on The Woodlands Township's web site. Vice-Chairman Matthews called on Director Hausman to present this item. Director Hausman requested that the Township Board of Directors' voting records be posted online similar to how the voting record of the Woodlands Community Association (WCA) Board members was done. Currently The Woodlands Township posts online both a summary of agenda items and actions as well as the minutes of each meeting that indicates how Board members voted. Following a lengthy discussion of this item, Director Hausman moved to place the voting record of The

Woodlands Township Board of Directors in a tabular form, as seen in Exhibit "Z", at the end of the meeting minutes. The motion was seconded by Director Campbell. As there was no further discussion on this item, a vote was then taken. The motion passed with Directors Campbell, Hausman, Hunter, Richmond, and Tough voting "yes" and Directors DeGroot, Kinnear, Matthews, and Sutton voting "no". A copy of the Executive Summary is attached hereto as Exhibit "AA".

Next, Vice-Chairman Matthews asked the Board to consider and act upon a request from Director Hausman regarding consideration of evening meetings. Director Hausman requested and moved to have two Board meetings per month, one in the morning and one in the evening and to eliminate the Executive Committee meeting. Director Campbell seconded the motion. Discussion followed and then a vote was taken. The motion failed with Directors Campbell, Hausman, and Hunter voting "yes" and Directors DeGroot, Kinnear, Matthews, Richmond, Sutton, and Tough voting "NO".

Vice-Chairman Matthews next announced that there was no need for Executive Session at this time.

The Board then received the following Administrative Reports:

- **Community Service Report given by John Powers:**
  1. Egret relocation
  2. Splash Day recognition
  3. Waterway fountains will be closed for annual maintenance tentatively from Feb. 15-26
  4. Dog Park closing at Cat Tail Park from Feb. 1-April 2 for major renovations
  5. Community Involvement Day on March 27 at Maplewood Park



6. Staff is participating on a Water Conservation Committee at the invitation of the Joint Powers Agency
7. 2,195 bandit signs removed in 2009

- **Community Policing Report given by Steve Sumner:**

1. Continue to put out newsletter and provide a year-end analysis in the near future
2. Trolley ridership doing well
3. Attend Village Association meetings
4. Thanked Neighborhood Services for their efforts
5. Woodlands Alert update

- **The Woodlands Fire Department Report given by Chief Benson:**

1. Provided 2009 year-end statistics for: Emergency Medical Services, mutual aid, dispatch calls, public education efforts, training center classes and events, and suppression personnel training hours

- **The Woodlands CVB Report given by Nick Wolda:**

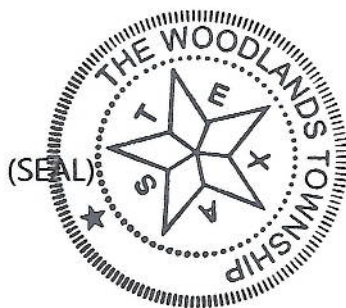
**Note:** A quarterly report on CVB activities was presented earlier in the meeting.

Next, Vice-Chairman Matthews referred the Board to the items found on the supplemental agenda. The Board was asked to consider calling a Directors' Election to be held May 8, 2010 and determine the procedure for giving notice of same, and adopt an order in connection therewith. Mike Page provided background information on the three items related to the May 8, 2010 election. Following Mr. Page's presentation, Director Hunter moved to call the Directors' Election on May 8, 2010 and appoint the President for The Woodlands Township, Don Norrell, as the agent for the May 8, 2010 election. Director Kinnear seconded the motion. Discussion followed and then a vote was taken. The motion passed unanimously.

The Board then was asked to consider compensation to be paid to election officials. Director Hunter moved to pay election officials \$10 per hour. Director Kinnear seconded the motion. Following discussion, the Board unanimously passed the motion. The Order Calling Directors' Election is attached hereto as Exhibit "BB".

Vice-Chairman Matthews then returned to items on the regular agenda. Board members were asked to consider items to be placed on the agenda for the next meeting. Director Hunter requested that staff make a report on what can be done about frequent abusers of the sign laws. Director Campbell asked to discuss the legal authority of the Design Standards Committee.

Next, the Chair asked for Board announcements. As there were none, Secretary Sutton moved to adjourn. Director Kinnear seconded the motion and it passed unanimously. The meeting was adjourned at 11:50 a.m.



A blue ink signature of Alex Sutton III, consisting of a large, stylized 'A' followed by a cursive 'S' and 'III'.

Alex Sutton III  
Secretary, Board of Directors

**EXHIBIT OMISSIONS\***

EXHIBIT "A"	EXHIBIT "P"
EXHIBIT "B"	EXHIBIT "Q"
EXHIBIT "C"	EXHIBIT "R"
EXHIBIT "D"	EXHIBIT "S"
EXHIBIT "E"	EXHIBIT "T"
EXHIBIT "F"	EXHIBIT "U"
EXHIBIT "G"	EXHIBIT "V"
EXHIBIT "H"	EXHIBIT "W"
EXHIBIT "I"	EXHIBIT "X"
EXHIBIT "J"	EXHIBIT "Y"
EXHIBIT "K"	EXHIBIT "Z"
EXHIBIT "L"	EXHIBIT "AA"
EXHIBIT "M"	EXHIBIT "BB"
EXHIBIT "N"	
EXHIBIT "O"	

**\*To view Exhibits, please contact the Records Management Analyst at 281-210-3800.**